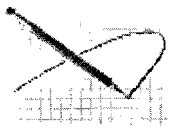


WS2  
5-27-08



**Ignacio Pessoa/Alex**  
05/26/2008 12:03 PM

To wmeuille@wdeuille.com, alexvamayor@aol.com,  
delpepper@aol.com, ludwig@gainwithgaines.com,  
Councilmangaines@aol.com, rob@krupicka.com,  
cc Jim Hartmann/Alex@Alex, Mark Jinks/Alex@Alex, Michele  
Evans/Alex@Alex, mcantacuzene@oai-usa.com, dspeck@aol.com,  
allison@varsitypartners.com, Ignacio Pessoa/Alex@Alex, Jackie  
bcc

Subject Capital Development Foundation Dissolution

Attached for tomorrow night's meeting of the Capital Development Foundation Members is the Resolution for the members to adopt for the dissolution of the Foundation.

Please let me know if you have any questions.



Ignacio ACDF DISSOLUTION 1.doc

RESOLUTION OF THE MEMBERS OF  
THE ALEXANDRIA CAPITAL DEVELOPMENT FOUNDATION, INC.,  
TO AUTHORIZE AND DIRECT THE DISSOLUTION OF THE  
CORPORATION

WHEREAS, as of May 27, 2008, the undersigned constitute all the members of the Alexandria Capital Development Foundation, Inc., a Virginia non-stock corporation; and

WHEREAS, pursuant to Article 4, Paragraph 2(c) of the Articles of Incorporation, the Members have sole authority to dissolve the corporation; and

WHEREAS, the Board of Directors of the corporation have recommended that the corporation be dissolved; now, therefore,

BE IT RESOLVED, by the members of the Alexandria Capital Development Foundation, Inc., that:

1. The Members find that it is in the best interests of the Foundation and its members that the corporation be dissolved as herein provided;
2. From and after May 27, 2008, the Foundation shall cease to carry on any business, except insofar as may be necessary for the proper winding up thereof, and will take the necessary steps to complete the formal dissolution and termination of corporate existence under Title 13.1 of the Code of Virginia, 1950, as amended;
3. The Foundation shall collect its assets and, after paying or adequately providing for the payment of all its debts and obligations, it will distribute the remainder of its assets to the ACT Community Fund of the Alexandria Community Trust;
4. The Chair of the Foundation's Board of Directors and the other officers of the Foundation are authorized and directed to take all steps necessary or appropriate to complete the dissolution of the corporation, including, without limitation, to execute and deliver to any governmental agency such documents, forms and other papers as may be necessary to accomplish same, and
5. It is the intent of the Members that final dissolution of the corporation shall be accomplished on or before June 30, 2008.

ADOPTED at a Special Meeting of the Members, after due and proper notice, this 27th day of May, 2008, as evidenced by the following signatures.

RESOLUTION OF THE MEMBERS OF  
THE ALEXANDRIA CAPITAL DEVELOPMENT FOUNDATION, INC.,  
TO AUTHORIZE AND DIRECT THE DISSOLUTION OF THE  
CORPORATION

Signature Page

\_\_\_\_\_  
William D. Euille, Member

\_\_\_\_\_  
Redella S. Pepper, Member

\_\_\_\_\_  
Rob Krupicka, Member

\_\_\_\_\_  
Paul C. Smedberg, Member

\_\_\_\_\_  
Timothy B. Lovain, Member

\_\_\_\_\_  
Ludwig P. Gaines, Member

\_\_\_\_\_  
Justin M. Wilson, Member

For the Board of Directors:

\_\_\_\_\_  
David G. Speck,  
Chair

\_\_\_\_\_  
Allison W. Cryor,  
Director

Attest:

\_\_\_\_\_  
Ignacio B. Pessoa,  
Corporate Secretary



DSpeck@aol.com  
05/26/2008 12:36 PM

To Ignacio.Pessoa@alexandriava.gov, wmeuille@wdeuille.com,  
Alexvamayor@aol.com, DELPepper@aol.com,  
ludwig@gainwithgaines.com, Councilmangaines@aol.com,  
cc Jim.Hartmann@alexandriava.gov, Mark.Jinks@alexandriava.gov,  
Michele.Evans@alexandriava.gov, mcantacuzene@oai-usa.com,  
allison@varsitypartners.com, Jackie.Henderson@alexandriava.gov,  
bcc

Subject Re: Capital Development Foundation Dissolution

Ignacio,  
This looks complete and accurate. I am out of town for the meeting on Tuesday, but Allison will be there representing ACDF. Thanks for your assistance and counsel.  
David

**David G. Speck**

Home:

3813 Colonel Ellis Avenue  
Alexandria, VA 22304

Office:

101 N. Union Street, Suite 230  
Alexandria, VA 22314

Telephone Numbers:

703-370-1666 (Home)  
703-739-4501 (Office)  
703-819-9962 (Mobile)

Office e-mail: david.speck@wachoviasec.com

*In a message dated 5/26/2008 12:04:09 P.M. Eastern Daylight Time,  
Ignacio.Pessoa@alexandriava.gov writes:*

*Attached for tomorrow night's meeting of the Capital Development Foundation Members is the Resolution for the members to adopt for the dissolution of the Foundation.*

*Please let me know if you have any questions.*

*Ignacio*

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